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Fill in this information to identify your case:			
United States Bankruptcy Court for the:			
WESTERN DISTRICT OF PENNSYLVANIA	-		
Case number (if known)	Chapter	11	
			Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1.	Debtor's name	Care Pavilion Operating LLC	
2.	All other names debtor used in the last 8 years Include any assumed names, trade names and	DBA Care Pavilion of Walnut Park	
	doing business as names		
3.	Debtor's federal Employer Identification Number (EIN)	81-3457149	
4.	Debtor's address	Principal place of business	Mailing address, if different from principal place of business
		6212 Walnut St. Philadelphia, PA 19139-3706	425 W. New England Avenue, Suite 300, Winter Park, FL 32789
		Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
		Philadelphia County	Location of principal assets, if different from principal place of business
		County	Number, Street, City, State & ZIP Code
5.	Debtor's website (URL)		
6.	Type of debtor	✓ Corporation (including Limited Liability Company☐ Partnership (excluding LLP)	(LLC) and Limited Liability Partnership (LLP))
		Other. Specify:	

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Debt	- Curo i avillon	Operating LLC	Document	Case nu	mber (if known)	
7.	Name Describe debtor's bu	✓ Health Care B☐ Single Asset F	usiness (as defined in 11 Real Estate (as defined in efined in 11 U.S.C. § 101	11 U.S.C. § 101(51B))		
		Commodity Br	as defined in 11 U.S.C. § roker (as defined in 11 U.S.C. § (as defined in 11 U.S.C. pove	S.C. § 101(6))		
		Investment co	tity (as described in 26 U	fund or pooled investmen	nt vehicle (as defined in 15 U.S.0	C. §80a-3)
		•	American Industry Classif ourts.gov/four-digit-nation	, ,	ode that best describes debtor. S es.	See
8.	Under which chapter Bankruptcy Code is debtor filing?	Chapter 7	are less than \$3,0 The debtor is a sr business debtor, statement, and fe procedure in 11 U The debtor is a sr proceed under Su A plan is being file Acceptances of the accordance with accordance with accordance Common Attachment to Vo. (Official Form 201)	224,725 (amount subject mall business debtor as a attach the most recent business debtor as a deral income tax return of J.S.C. § 1116(1)(B). The mall business debtor as a bubchapter V of Chapter 1 ded with this petition. The plan were solicited present to the present of the periodic reposition according to § 13 and the purchase of the periodic reposition according to § 13 and the periodic reposition according to § 14 and the peri	ted debts (excluding debts owed to adjustment on 4/01/25 and exdefined in 11 U.S.C. § 101(51D), alance sheet, statement of operator if all of these documents do not defined in 11 U.S.C. § 101(51D), 11. epetition from one or more classe orts (for example, 10K and 10Q) or 15(d) of the Securities Excharladividuals Filing for Bankruptcy on the Securities Exchange Act of	very 3 years after that). If the debtor is a small ations, cash-flow of exist, follow the and it chooses to less of creditors, in with the Securities and age Act of 1934. File the under Chapter 11
9.	Were prior bankrupte cases filed by or aga the debtor within the years? If more than 2 cases, a	inst Yes. last 8				
	separate list.	District District		When When	Case number Case number	
10.	Are any bankruptcy of pending or being file business partner or a affiliate of the debtor	cases No d by a Yes.				
	List all cases. If more attach a separate list	han 1, Debtor			Relationship	

attach a separate list

Case number, if known

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Debtor Case number (if known) Care Pavilion Operating LLC Check all that apply: 11. Why is the case filed in this district? Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district. V A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district. 12. Does the debtor own or √ No have possession of any Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed. real property or personal property that needs Why does the property need immediate attention? (Check all that apply.) immediate attention? It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety. What is the hazard? It needs to be physically secured or protected from the weather. It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options). Other Where is the property? Number, Street, City, State & ZIP Code Is the property insured? ☐ No Insurance agency Yes. Contact name Phone Statistical and administrative information 13. Debtor's estimation of Check one: available funds Funds will be available for distribution to unsecured creditors. After any administrative expenses are paid, no funds will be available to unsecured creditors. 14. Estimated number of 1-49 1,000-5,000 25,001-50,000 creditors 50-99 5001-10,000 50,001-100,000 100-199 10.001-25.000 More than 100,000 **√** 200-999 15. Estimated Assets \$0 - \$50.000 \$1.000.001 - \$10 million \$500.000.001 - \$1 billion \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion \$50,000,001 - \$100 million \$100,001 - \$500,000 \$10,000,000,001 - \$50 billion \$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion 16. Estimated liabilities \$0 - \$50,000 \$1,000,001 - \$10 million \$500,000,001 - \$1 billion \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion \$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion

\$100,000,001 - \$500 million

\$500,001 - \$1 million

More than \$50 billion

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Debtor Care Pavilion Operating LLC

Name

Case number (if known)

Request for Rel	ief, Declaration,	and Signatures
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WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/18/2024 MM / DD / YYYY

/s/ Neil Luria
Signature of authorized representative of debtor

Neil Luria
Printed name

Title Chief Restructuring Officer

18. Signature of attorney

X /s/ Sarah E. Wenrich

Signature of attorney for debtor

Date 11/18/2024 MM / DD / YYYY

Sarah E. Wenrich

Printed name

Raines Feldman Littrell, LLP

Firm name

11 Stanwix Street Suite 1100

Pittsburgh, PA 15222

Number, Street, City, State & ZIP Code

Contact phone **412-899-6474**

Email address

swenrich@raineslaw.com

325834 PA

Bar number and State

IN THE UNITED STATES BANKRUPTCY COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA

In Re:	Chapter 11
CARE PAVILION OPERATING, LLC, et al.,1	Case No.
Debtors.	

LIST OF AFFILIATED DEBTORS COMMENCING CHAPTER 11 CASES

Debtor	Last Four Digits of EIN
Bedrock Care LLC	9115
Care Pavilion Operating, LLC	7149
Cliveden Operating, LLC	6546
MAPA Operating, LLC	3750
Maplewood Operating, LLC	0850
Milton Operating, LLC	5523
Parkhouse Operating, LLC	0140
Tucker Operating, LLC	4305
Watsontown Operating, LLC	0236
York Operating, LLC	2571

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¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: Care Pavilion Operating LLC (7149); Cliveden Operating LLC (6546); MAPA Operating LLC (3750); Maplewood Operating LLC (0850); Milton Operating LLC (5523); Parkhouse Operating LLC (0140); Tucker Operating LLC (4305); Watsontown Operating LLC (0236); York Operating (2571). The Debtors' address is 425 West New England Avenue, Suite 300, Winter Park, Florida 32789.

IN THE UNITED STATES BANKRUPTCY COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA

In Re:	Chapter 11
CARE PAVILION OPERATING, LLC, et al.,1	Case No.
Debtors.	

<u>These cases are affiliated with the following Debtors pending under the</u> jointly-administered case of *In re Pottsville Operations, LLC*, Case No. 24-70418.

Debtor	Last Four Digits of EIN	Case No.
Hampton House Operations, LLC	8969	24-70422
Hampton House Propco, LLC	7258	24-70423
Kingston Operations, LLC	1787	24-70420
Kingston Propco, LLC	8562	24-70421
Pottsville Operations, LLC	9467	24-70418
Pottsville Propco, LLC	8685	24-70419
Williamsport North Operations, LLC	9927	24-70424
Williamsport Propco, LLC	2039	24-70425
Williamsport South Operations, LLC	0298	24-70426
Yeadon Operations, LLC	9296	24-70427
Yeadon Propco, LLC	5785	24-70428

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¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: Care Pavilion Operating LLC (7149); Cliveden Operating LLC (6546); MAPA Operating LLC (3750); Maplewood Operating LLC (0850); Milton Operating LLC (5523); Parkhouse Operating LLC (0140); Tucker Operating LLC (4305); Watsontown Operating LLC (0236); York Operating (2571). The Debtors' address is 425 West New England Avenue, Suite 300, Winter Park, Florida 32789.

Execution Version

WRITTEN CONSENT OF THE CHIEF RESTRUCTURING OFFICER

November 18, 2024

Neil Luria being the Chief Restructuring Officer (the "<u>CRO</u>") of Care Pavilion Operating LLC, Cliveden Operating LLC, MAPA Operating LLC, Maplewood Operating LLC, Milton Operating LLC, Parkhouse Operating LLC, Tucker Operating LLC, Watsontown Operating LLC, and York Operating LLC (the "<u>Companies</u>") and empowered to act on behalf of the Companies hereby adopts the following resolutions, effective as of the first date written above:

Chapter 11 Filing

WHEREAS, the Companies appointed the CRO effective November 18, 2024, pursuant to the Action by Unanimous Written Consent of the Manager of Care Pavilion Operating LLC, Cliveden Operating LLC, MAPA Operating LLC, Maplewood Operating LLC, Milton Operating LLC, Parkhouse Operating LLC, Tucker Operating LLC, Watsontown Operating LLC, and York Operating LLC (the "Consent").

WHEREAS, the Consent established the office of the chief restructuring officer for the Companies and authorized the CRO to file the Chapter 11 Cases (defined below) for the Companies and take all further actions necessary for the Companies in connection with the Chapter 11 Cases.

WHEREAS, the Companies and CRO have considered, among other things, the financial and operational condition of the Companies and the Companies' businesses on the date hereof, the assets of the Companies, the current and long-term liabilities of the Companies, the liquidity situation of the Companies, the strategic alternatives available to it, the effect of the foregoing on the Companies' businesses, and the advice of management and the Companies' advisors.

NOW, THEREFORE, BE IT RESOLVED, that, in the judgment of the CRO, it is desirable and in the best interests of the Companies, its creditors, and other parties in interest, that the Companies shall be, and hereby are, authorized to file, or cause to be filed, a voluntary petition for relief (together with the chapter 11 cases of the Company's affiliates, the "Chapter 11 Cases") under the provisions of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Western District of Pennsylvania (the "Bankruptcy Court") and any other petition for relief or recognition or other order that may be desirable under applicable law in the United States.

General

NOW, THEREFORE, BE IT RESOLVED, that, in addition to the specific authorizations heretofore conferred, the CRO is authorized and directed to do and perform all such other acts, deeds and things and to make, negotiate, execute, deliver and file, or cause to be made, negotiated, executed, delivered and filed, all such agreements, undertakings, documents, plans, instruments, certificates, registrations, notices or statements as the CRO may deem necessary or

advisable to effectuate or carry out fully the purpose of the foregoing resolutions, and the taking of such actions or the execution of such documents by the CRO shall be conclusive evidence that the CRO deems such action or the execution and delivery of such document to be necessary or advisable and to be conclusive evidence that the same is within the authority conferred by the resolutions herein, and that any and all actions taken heretofore and hereafter to accomplish such purposes, all or singular, be, and they hereby are, approved, ratified and confirmed.

FURTHER RESOLVED, that this written consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together will constitute one and the same instrument, and that this written consent may be delivered via facsimile or electronic transmission with the same force and effect as if it had been delivered manually.

FURTHER RESOLVED, that the CRO hereby ratifies and confirms all of the acts and transactions relating to matters contemplated by the foregoing resolutions, which acts and transactions would have been authorized and approved by the foregoing resolutions except that such acts and transactions were taken prior to the adoption of such resolutions, be, and they hereby are, in all respects confirmed, approved, and ratified.

[Remainder of Page Intentionally Left Blank]

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Execution Version

IN WITNESS WHEREOF, the undersigned CRO of the Companies has executed this Written Consent of the Chief Restructuring Officer as of and effective on November 18, 2024.

Neil Luria, Chief Restructuring Officer of Care Pavilion Operating LLC, Cliveden Operating LLC, MAPA Operating LLC, Maplewood Operating LLC, Milton Operating LLC, Parkhouse Operating LLC, Tucker Operating LLC, Watsontown Operating LLC, and York Operating LLC

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Fill in this informa	ation to identify the case:			
Debtor name C	are Pavilion Operating	LLC		
United States Bar	nkruptcy Court for the:	WESTERN DISTRICT OF	_	Check if this is an
		PENNSYLVANIA	<u></u>	
Case number (if I	known):			amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (CONSOLIDATED)

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim at claim is partially secured, fill in total claim amount and deduvalue of collateral or setoff to calculate unsecured claim.		nt and deduction for
		and government contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
PA Nursing Facility Assessment 315 N. 2 nd Street Harrisburg, PA 17101	717-787-1171 RA-PWOLTLNFPU BLICCOM@pa.gov	Trade debt				\$34,049,550.39
Comprehensive Care Solutions LLC 491 Lyons Ave Irvington, NJ 07111	917-678-8442	Trade debt				\$6,234,000.00
Change Healthcare P.O. Box 736187 Chicago, IL 60673-6187	PayerEnrollmentSe rvices@changehea lthcare.com	Trade debt				\$6,168,530.00
ShiftMed, LLC 7925 Jones Branch Dr. McLean, VA 22102	800-485-9002 billingsupport@shi ftmed.com	Trade debt				\$3,997,000.00
Reliant Pro Rehab PO Box 207773 Dallas, TX 75320-7773	877-889-5188 dhatz@reliant-reha b.com	Trade debt				\$2,815,000.00
UHP Administrators 1662 61st St. Brooklyn, NY 11204	888-596-4325 info@uhpadministr ators.com	Trade debt				\$1,946,734.48
ShiftKey, LLC PO Box 735913 Dallas, TX 75373-5913	214-257-8686 Laura.carpenter@s hiftmed.com	Trade debt				\$1,361,000.00
Milenia Health Benefit Trust 202 Caton Ave. Brooklyn, NY 11218	718-569-6670	Trade debt				\$1,196,000.00
SC & BP Services Inc. 1420 East Linden Ave. Linden, NJ 07036	908-912-2700 info@mylucent.co m	Trade debt				\$1,194,000.00

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Debtor Care Pavilion Operating LLC

Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	If the claim is fully unsecured, fill in only unsecured claim am		nt and deduction for
		and government contracts)	·	Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
PA Dept. of Human Service Office of Long Term Living Harrisburg, PA 17105	RA-NH_Assessme nts@pa.gov	Trade debt				\$854,000.00
SpecialtyRX 2 Bergen Turnpike Ridgefield Park, NJ 07660	866-773-2479 info@srxltc.com	Trade debt				\$826,000.00
United Health Plus Admin 975 NY-45 #1200 Pomona, NY 10970	clientserviceoperat ions@uhc.com	Trade debt				\$821,000.00
Kaufman Borgeest & Ryan LLP 875 Third Ave., 5 th Flr. New York, NY 10022	Mario C. Giannettino 888-596-4325 mgiannettino@kbrl aw.com	Trade debt				\$528,000.00
Sunset Staffing LLC 157 Sheffield Dr. Sunbury, PA 17801	570-986-8773 jennifer@sunsetsta ffingpros.com	Trade debt				\$395,000.00
PointClickCare Technologies Inc. PO Box 674802 Detroit, MI 48267-4802	905-858-8885 info@pointclickcar e.com	Trade debt				\$340,000.00
IntelyCare, Inc. PO Box 787317 Philadelphia, PA 19178-7317	844-683-5922 CareTeam@intlyca re.com	Trade debt				\$338,000.00
PA Health and Wellness 5 Penn Center West Suite 300 Pittsburgh, PA 15276	Angela Lucente-Prokop, VP 717.551-8442 Angela.f.lucentepr opkop@pehealthw ellness.com	Trade debt				\$326,000.00
Centers for Medicare & Medicaid Services PO Box 7520 Baltimore, MD 21207-0520	212-861-4293 Medicaid.gov@cms .hhs.gov	Trade debt				\$321,000.00
Murry Stone & Wilson, Trust Account for 310 Grant St #1123 Pittsburgh, PA 15219	info@mswlawgrou p.com	Trade debt				\$310,000.00
Maxim Healthcare Staffing Services, Inc. 12558 Collections Center Dr. Chicago, IL 60693	443-430-7525 vilignel@maximsta ffing.com	Trade debt				\$283,000.00

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Debtor Care Pavilion Operating LLC Case number (if known)
Name

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecure claim is partially secured, fill in total claim amount value of collateral or setoff to calculate unsecured		t and deduction for d claim.	
		and government contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
Kennedy PC PO Box 5100 Harrisburg, PA 17110	717-233-7100, 877-833-7100 jkennedy@kenned ypc.net	Trade debt		, , , , , , , , , , , , , , , , , , , ,		\$228,000.00	
Migdalia Rivera, Admin of E/O German Rivera-Perez and Rosenbaum & Associates 940 Atlantic Avenue Camden, NJ 08104	agovorov@rosenb aumfirm.com	Trade debt				\$225,000.00	
Eagle Risk Services 202 Caton Ave. Brooklyn, NY 11218	718-215-8650 Info@EagleNorthL LC.com	Trade debt				\$210,000.00	
Vertical Staffings 345 E. 37 th Street Suite 310 New York, NY 10016	212-951-0430 info@verticalstaffin gs.com	Trade debt				\$200,000.00	
JSDC Law Offices Attn: Denise Foster 11 E. Chocolate Ave. Hershey, PA 17033	717-533-3280 info@jsdc.com	Trade debt				\$196,000.00	
PECO PO Box 37629 Philadelphia, PA 19101-0629	1-800-494-4000 webagent@exelonc orp.com	Trade debt				\$195,000.00	
Guardian Consulting Services 3333 New Hyde Park Rd. New Hyde Park, NY 11042	admin@guardianco nsulting.com; sbalkissoon@guar dian.com	Trade debt				\$182,000.00	
PA Health Care Association 315 N. Second Street Harrisburg, PA 17110	717-221-1800 contactus@phca.or g	Trade debt				\$181,000.00	
Keystone Quality Transport 1260 E. Woodland Ave. #220 Springfield, PA 19064	610-566-2000 hr@keystonequalit ytransport.com	Trade debt				\$179,000.00	
Fasten Halberstam LLP 40 Wall St., Ste. 3602 New York, NY 10005	212-751-8337 billing@fhllp.com	Trade debt				\$175,000.00	

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United States Bankruptcy Court Middle District of Pennsylvania

In re Care Pavilion Operating LLC		Case No.						
	Г	ebtor(s)	Chapter	11				
LIST OF EQUITY SECURITY HOLDERS								
Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case								
Name and last known address or place of business of holder	ecurity Class	Number of Securities	K	ind of Interest				
Benjamin Landa		48.5%						
David Zahler		41.5%						
Jacob Zahler		10%						
DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP								
I, the Chief Restructuring Officer of the perjury that I have read the foregoing List of Edinformation and belief.	•							
Date 11/18/2024	Signat	ure /s/ Neil Luria						
		Neil Luria						

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

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United States Bankruptcy Court Middle District of Pennsylvania

in re	Care Pavillon Operating LLC		Case No.			
		Debtor(s)	Chapter	11		
CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)						
recusa	ant to Federal Rule of Bankruptcy Proal, the undersigned counsel for <u>Care</u>	Pavilion Operating LLC in the abo	ve captioned act	tion, certifies that the		
	wing is a (are) corporation(s), other the of any class of the corporation's(s') ec	•	•	• • • •		
✓ No	one [Check if applicable]					
11/18	3/2024	/s/ Sarah E. Wenrich				
Date		Sarah E. Wenrich				
	Signature of Attorney or Litigant					
	Counsel for Care Pavilion Operating LLC					
	Raines Feldman Littrell, LLP 11 Stanwix Street					
	Suite 1100					
		Pittsburgh, PA 15222				
		412-899-6474				
		swenrich@raineslaw.com				